## **Listing of Claims with Proposed Amendments:**

1. (currently amended) A display device comprising:

a frame member having an internal section and a front face comprising at least three vertical panels lying along a front plane and spaced apart from each other to form a plurality of gaps therein; and

at least one rotating member two rotating members mounted to the frame member and each rotating member comprising a rack which rotates a plurality of continuous even surface panels that rotate via a central axis and which supports support a plurality of picture frame pieces; and,

wherein the central axis of said at least two rotating members lies within a back plane and each of said plurality of gaps in said front face is occupied by one of said rotating members that can be rotated to a position to form a substantially contiguous wall with said front face.

- 2. (previously presented) The device of Claim 1 wherein the picture frame pieces are supported by hook and loop fasteners.
- 3. (currently amended) A display device comprising:
- a frame housing having a planar front surface with a plurality of internal vertical open sections formed therein;
- a plurality of rotating panel members <u>comprising a plurality of continuous even surface</u> <u>panels</u>, each of <u>said plurality of rotating panel members</u> <u>which is</u> situated within an internal section and each of which rotates relative to a central axis; <del>and</del>

fasteners for affixing picture frame molds to the rotating panel member; and,

wherein the central axis of said plurality of rotating panel members lies within a back

plane and each of said internal open sections can be rotated to a position to form a substantially
contiguous wall with said front surface of the frame housing.

4. (original) The display device of Claim 3 wherein the plurality of rotating panel members comprises an "x-shaped" composite of four members.

- 5. (currently amended) A display device comprising:
- a frame housing having a planar outer surface with a plurality of internal vertical open sections;

a plurality of rotating panel members having an "x-shape," each of which is "x shape" and comprising a plurality of continuous even surface panels, each of said plurality of rotating panels members situated within an internal section and each of which rotates relative to a central axis;

fasteners for affixing picture frame molds to the rotating panel member and at least a portion of the picture frame molds removably affixed to the outer surface of the frame housing; and

at least one additional wall surface proximate to the rotating panel member having at least a portion of the picture frame molds removably affixed thereto

wherein the central axis of said plurality of rotating panels members lies within a back plane and each of said open sections occupied by one of said rotating panel members that can be rotated to a position to form a substantially contiguous wall in said outer surface.

- 6. (previously presented) The display device of claim 1 further comprising at least three of the rotating members in tandem and equidistancely spaced apart from one another.
- 7. (currently amended) The display device of claim 1, the at least one <u>of said</u> rotating member members comprising a column that is x-shaped in cross-section.
- 8. (currently amended) The display device of claim 1, wherein the picture frame pieces are removably attached to the front face of the frame member.
- 9. (previously presented) The display device of claim 1, wherein one of the rotating members is equidistantly spaced between two other of the rotating members.

- 10. (currently amended) The display device of claim 1, wherein the front plane is parallel to the back plane a vertical panel divides two of the rotating members and the picture frame pieces are attached to the vertical panel.
- 11. (currently amended) The display device of claim 1, wherein the central axis of at least three of the rotating members lie within a single the back plane.
- 12. (currently amended) The display device of claim 1, the fasteners comprising hook and loop fasteners mounted to the picture frame mold members and the rotating panel members member.
- 13. (previously presented) The display device of claim 3, wherein one of the rotating members is equidistantly spaced between two of the rotating members.
- 14. (currently amended) The display device of claim 3, wherein the planar front surface of the frame housing is parallel to the back plane a vertical panel divides two of the rotating panel members and the picture frame molds are attached to the vertical panel.
- 15. (currently amended) The display device of claim 3, wherein the central axis of at least three of the rotating members lie within a single the back plane.
- 16. (previously presented) The display device of claim 3, the fasteners comprising hook and loop fasteners mounted to the picture frame molds and the rotating panel member.
- 17. (previously presented) The display device of claim 5, wherein one of the rotating panel members is equidistantly spaced between two of the rotating panel members.
- 18. (currently amended) The display device of claim 5, wherein the planar outer surface of the frame housing is parallel to the back plane a vertical panel divides two of the rotating panel members and picture frame molds are attached to the vertical panel.

- 19. (currently amended) The display device of claim 5, wherein the central axis of at least three of the rotating panel members lie within a single the back plane.
- 20. (previously presented) The display device of claim 5, the fasteners comprising hook and loop fasteners mounted to the picture frame molds and the rotating panel member.
- 21. (cancelled) The display device of claim 3, wherein the frame and the rotating panel members form a substantially contiguous front wall.
- 22. (cancelled) The display device of claim 5, wherein the frame and the rotating panel members form a substantially contiguous front wall.